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FILED  
69 JAN 21 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

January 18th, 1999

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-01/21/99--01040--018  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Re: Filing of Articles of Incorporation

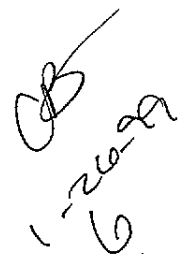
Dear Sirs:

Enclosed please find the original Articles of Incorporation for Med-Concepts, Inc. and a copy of same to be certified along with a check in the amount of \$ 87.50 constituting the filing fee. Please file these Articles of Incorporation and return the certified copy of the Articles, along with the Certificate of Status, in the self-addressed envelope provided herein.

Should you have any questions regarding this matter, please contact the undersigned.

Sincerely,

  
Annette Pitts, Esq.

  
1-20-99

**ARTICLES OF INCORPORATION**

**OF**

**MED-CONCEPTS, INC.**

**FILED**  
99 JAN 21 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned individual, acting hereby as Incorporator, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME OF CORPORATION**

The name of the Corporation is Med-Concepts, hereinafter referred to as the "Corporation."

**ARTICLE II**

**INITIAL BUSINESS AND PURPOSE**

The initial business and purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

**ARTICLE III**

**PRINCIPAL OFFICE AND REGISTERED AGENT**

The principal office of the Corporation is 14311 S.W. 36th Street, Miami, Florida 33175. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is Med-Concepts, 14311 S.W. 36th Street, Miami, Florida 33175.

**ARTICLE IV**

**EFFECTIVE DATE AND DURATION**

The Corporation shall commence its existence at the time of filing of these Articles and shall exist perpetually thereafter unless sooner dissolved according to law.

**ARTICLE V**  
**CAPITAL STOCK**

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 100, each share to have a par value of \$.01.

**ARTICLE VI**  
**INCORPORATOR**

The name and mailing address of the incorporator is:

FRANK GOMEZ  
14311 S.W. 36 STREET  
MIAMI, FLORIDA 33175

**ARTICLE VII**  
**DIRECTORS**

The Corporation shall have an initial board of directors consisting of at least two persons. The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than two. The names and address of the initial directors of this Corporation are:

<u>Director Name</u>	<u>Director Address</u>
Frank Gomez	14311 S.W. 36 Street Miami, Florida 33175
Rose Gomez	14311 S.W. 36 Street Miami, Florida 33175

## **ARTICLE VIII**

### **OPERATING PROVISIONS**

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be adopted, altered, amended or repealed by a majority vote of either the Stockholders or Directors.

## **ARTICLE IX**

### **INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former officer or Director, to the full extent permitted by law.

## **ARTICLE X**

### **PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE XI**

### **AMENDMENT**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

## **ARTICLE XII**

### **FISCAL YEAR**

The fiscal year of the Corporation shall be from January 1st to December 31st each year.

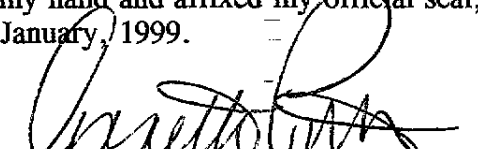
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in the State of Florida, this 18th day of January, 1999

  
FRANK GOMEZ

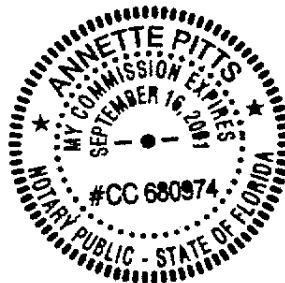
STATE OF FLORIDA       )  
                                  )SS  
COUNTY OF DADE       )

Before me, a Notary Public authorized in the State and County set forth above, personally appeared FRANK GOMEZ, known to me and known by me to be the person, who, as Incorporator, executed the foregoing Articles of Incorporation of and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of January, 1999.

  
Notary Public, State of Florida

My commission expires:



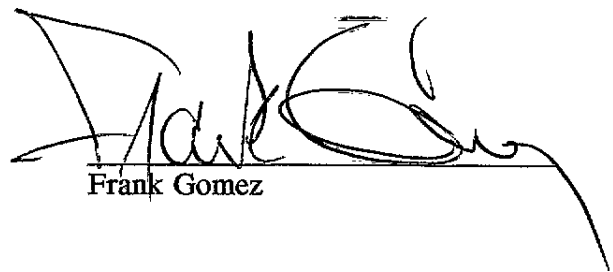
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHO PROCESS MAY BE SERVED - ACCEPTANCE BY  
REGISTERED AGENT**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First, that MED-CONCEPTS, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Frank Gomez, located at 14311 S.W. 36 Street, Miami, Florida 33175, as its agent to accept service of process within this State.

Second, having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e. Section 607.325 F.S.

Dated this 18th day of January, 1999.



Frank Gomez

**FILED**  
99 JAN 21 PM 1:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA